

# Visiology, Inc.

Todd H. Lowe (205) 330-1701  
Barbara L. Lowe (205) 330-1702  
Bobbi Ferguson (205) 330-1703  
FAX: (205) 330-1705  
WEB: [www.visiology.com](http://www.visiology.com)  
E-Mail: [toddlowe@visiology.com](mailto:toddlowe@visiology.com)  
[toddlowe@worldnet.att.net](mailto:toddlowe@worldnet.att.net)  
[bobbi@visiology.com](mailto:bobbi@visiology.com)

August 29, 2002

Mr. David Waddell  
Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37219-0412

Re: Application of TeleConex, Inc. to **Amend** its Certificate of Public Convenience and Necessity to Include Facilities-Based Authority to Provide Competing Local Telecommunications Services in the State of Tennessee

Dear Mr. Waddell:

TeleConex, Inc., herewith, submits an original and thirteen (13) copies of the above referenced Application to the Tennessee Regulatory Authority ("TRA"). A check for the \$25.00 filing fee is enclosed.

Please note that Exhibit C appended to the Application contains confidential and proprietary financial information. For this reason, Exhibit C has been submitted to the TRA under seal under separate cover.

Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this cover letter in the self addressed stamped envelope provided for that purpose. Inquiries regarding this filing should be directed to me at (205) 330-1703 or via email to [bobbi@visiology.com](mailto:bobbi@visiology.com). Your assistance in this matter is greatly appreciated.

Yours truly,



Bobbi Ferguson  
Visiology, Inc.  
Consultant for  
TeleConex, Inc.

Enclosures

**BEFORE THE TENNESSEE REGULATORY AUTHORITY**

In the matter of  
TeleConex, Inc.  
for A Certificate to Provide Competing  
Local Telecommunications Services

)  
)  
)  
)

TRA Docket No. 02-

**APPLICATION FOR AMENDED AUTHORITY TO PROVIDE FACILITIES-BASED  
LOCAL EXCHANGE TELECOMMUNICATIONS SERVICES**

Pursuant to applicable Tennessee Statutes and the Rules and Regulations of the Tennessee Regulatory Authority ("TRA"), and Section 253 of the Federal Telecommunications Act of 1996 ("Act"), TeleConex, Inc. ("TeleConex" or "Applicant") respectfully requests that the TRA amend TeleConex's existing authority to provide resold competing local exchange authority by granting TeleConex a certificate of convenience and necessity to provide resold and facilities-based local exchange telecommunications services, including prepaid services, traditional postpaid services, and exchange access telecommunications services within the state of Tennessee. TeleConex was previously granted authority to provide resold prepaid local exchange services on June 1, 1999 in Docket No. P-745. TeleConex is willing and able to comply with all applicable rules and regulations in Tennessee pertaining to the provision of competing local telecommunications services.

In support of its Application, TeleConex submits the following:

**1. Administrative Requirements**

A. The full name and address of the Applicant is:

TeleConex, Inc.  
4100 Barrancas Avenue  
Pensacola, Florida 32507

Telephone: (850) 455-8898  
Facsimile: (850 ) 455-8411

**C. Corporate Address Of The Service Provider**

4100 Barrancas Avenue  
Pensacola, Florida 32507  
Telephone: (850) 455-8898  
Facsimile: (850 ) 455-8411

**D. Questions and Communications Regarding This Application Should Be Directed To:**

Bobbi Ferguson  
Consultant  
Visiology, Inc.  
16061 Carmel Bay Drive  
Northport, Alabama 35475  
Telephone: (205) 330-1703  
Facsimile: (205) 330-1705  
Email: bobbi@visiology.com

**E. Contact Name And Address for Applicant**

Chris Watson  
Vice President of Operations  
TeleConex, Inc.  
4100 Barrancas Avenue  
Pensacola, Florida 32507  
Telephone: (850 ) 455-8898, x213  
Facsimile: (850 ) 455-8411

**F. Organization Chart of Corporate Structure**

TeleConex has one wholly owned subsidiary, TeleConex of Virginia, Inc., which was established for the purpose of obtaining competitive local exchange authority in Virginia. See Exhibit A.

**G. Corporate information**

TeleConex was incorporated in the state of Florida on May 14, 1997. A copy of TeleConex's Articles of Incorporation and Authority to transact business in the state of Tennessee is provided in Exhibit B.

**H. Names And Addresses Of Officers.**

The following individuals are officers of the Applicant.

Steve Watson	President	TeleConex, Inc. 4100 Barrancas Avenue Pensacola, FL 32507 (Telephone) 850-455-8898 (Fax) 850-455-8411
Chris Watson	Vice President, Operations	
Paul Watson	Vice President, Human Resources	

A brief description of their experience is attached as Exhibit E to this Application.

The Applicant does not have any employees in Tennessee. Company operations are managed centrally at the Florida headquarters location.

**I. Status Of TeleConex In Other States.**

TeleConex is certified or otherwise authorized to provide local exchange services in Alabama, Florida, Georgia, Kentucky, Louisiana, Massachusetts, Mississippi, New Jersey, New York, North Carolina, and South Carolina. TeleConex is authorized to provide competitive local exchange services through UNE-P resale in Alabama, Florida, Kentucky, Louisiana, Massachusetts, Mississippi, North Carolina, New York, and South Carolina.

Neither TeleConex, Inc. or, its wholly owned subsidiary, TeleConex of Virginia, Inc. have been denied any requested authority to provide competing local exchange services filed in any state, nor has authorization to provide local exchange services been revoked in any state.

**II. Financial, Managerial, and Technical Qualifications**

**A. Financial Qualifications**

The most recent financial statements can be found in Exhibit C. TeleConex considers this information confidential and proprietary and is submitting this information under seal.

In compliance with TCA §65-4-125, Applicant has a corporate surety bond on file with the TRA.

Applicant does not have a capital expenditures budget as Applicant will not own, operate or construct any plant or facilities in Tennessee. Neither asset purchases nor outside financing are necessary to provide service.

**B. Managerial Qualifications**

As shown in Exhibit D to this Application and by its current operations, Applicant's management team has the experience to successfully operate a telecommunications enterprise in Tennessee.

**C. Technical Requirements**

Applicant possesses the technical qualifications to provide a full array of telecommunications services in Tennessee. TeleConex's services will satisfy the minimum standards established by the TRA.

Applicant will continue to file and maintain tariffs in the same manner and forms as required of incumbent local exchange telecommunications companies with which Applicant seeks to compete.

Applicant will not require customers to purchase CPE that cannot be used with the incumbent Local Exchange Carrier's systems.

TeleConex will not be acquiring or deploying any plant or equipment in Tennessee. TeleConex will provide a full range of local exchange services on a facilities-based and resale basis.

**5. Proposed Service Area**

TeleConex will provide service throughout the state except in those areas with fewer than 100,000 access lines and/or where the incumbent service provider has a rural exemption under the Telecommunications Act of 1996.

**6. Types of Local Exchange Service To Be Provided.**

Applicant will be a reseller and facilities-based provider of service. In addition to the Applicant's current prepaid service offerings, Applicant's future service offerings will include traditional postpaid local exchange services to business and residential customers. Services will include but not be limited to basic access line service, exchange access services, and a variety of other local telecommunications services, such as custom calling features, access to 911 and toll free services, and white pages directory listing. Access to intraLATA toll and long distance services via one plus dialing will be blocked for all prepaid services.

**7. Repair and Maintenance Information.**

TeleConex understands the importance of effective customer service for local service consumers. TeleConex customers may call the company at its toll-free customer service number, 888-831-4300, which is printed on the customers' monthly billing statements. In addition, customers may contact the company in writing at the headquarters address.

**8. Small and Minority-Owned Telecommunications Business Participation Plan**

TeleConex's small and minority-owned telecommunications business participation plan in compliance with T.C.A. § 65-5-212. is currently on file with the Commission and a copy is attached at Exhibit E.

**9. Toll Dialing Parity Plan**

TeleConex has been granted a waiver of the toll dialing parity requirements. A copy of the TRA's order is attached as Exhibit F.

**10. Notice of Filing**

Applicant has served notice of this application to the eighteen (18) incumbent local exchange telephone companies in Tennessee with a statement regarding the company's intention of operating geographically. See Exhibit G.

**11. Numbering Resources Utilization Plan**

TeleConex will not be acquiring or deploying any plant or equipment in Tennessee but will continue to utilize the facilities of its underlying carriers.

TeleConex intends to provide facilities-based service using unbundled network elements known as the Unbundled Network Element Platform or UNE-P. In providing services based on UNE-P, TeleConex's end-user customers will retain their existing telephone numbers. In order to conserve numbering resources in Tennessee, Applicant will utilize Local Number Portability when possible and any applicable conservation measures imposed by the TRA.

**12. Tennessee Specific Operational Issues**

The Applicant is aware of the Tennessee County Wide calling database maintained by BellSouth; the applicable procedures for entering telephone numbers; and mirrors the local calling areas of the incumbent providers. The Applicant's current service offerings are flat rated prepaid local exchange services and no per minute usage charges are assessed.

**13. Miscellaneous**

TeleConex has not been subject to complaints in any of the states. Applicant does not require customer deposits but does require prepayments. TeleConex's tariff is on file with the TRA.

**14. Public Interest and Necessity**

Grant of this Application will further the goals of the Tennessee Legislature and further the public interest by expanding the availability of competitive telecommunications services in the State of Tennessee. In addition, intrastate offering of these services is in the public interest because the services will provide Tennessee customers increased efficiencies and cost savings. Authorizing TeleConex to provide resold and facilities-based local exchange



telecommunications services will enhance materially the telecommunications infrastructure in the State of Tennessee and will facilitate economic development.

Granting TeleConex a certificate of public convenience and necessity to provide a full array of telecommunications services throughout Tennessee will benefit the public. In particular, the public will benefit both directly, through the use of the competitive services to be offered by TeleConex and indirectly, because TeleConex's presence in Tennessee will increase the incentives for other telecommunications providers to operate more efficiently, offer more innovative services, reduce their prices, and improve their service quality of service. Grant of this Application will further enhance the service options available to Tennessee citizens for the reasons set forth above.

TeleConex's offerings will increase competition for local exchange services. Competition from companies such as TeleConex promotes the pro-consumer goals of the TRA and Telecommunications Act of 1996. TeleConex's entry into the market will neither prejudice nor disadvantage any class of service of telephone customers or providers. Its application, therefore, is in the public interest.

## **CONCLUSION**

TeleConex respectfully requests that the TRA enter an order granting Applicant a certificate of convenience and necessity to operate as a competing telecommunications service provider and authority to provide a full range of local exchange services on a facilities-based and resale basis throughout the State of Tennessee in the service areas of Bell South, GTE, Sprint, and any other ILEC

that does not enjoy a rural exemption under the Telecommunications Act of 1996. For the reasons stated above, TeleConex's provision of these services would promote the public interest by providing high-quality service at competitive prices and by creating greater economic incentives for the development and improvement for all competing providers.

Respectfully submitted this 29<sup>th</sup> day of August, 2002.

  
Bobbi Ferguson  
Consultant for TeleConex, Inc.

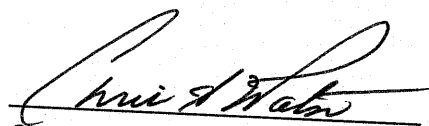
Visiology, Inc.  
16061 Carmel Bay Drive  
Northport, Alabama 35475  
Telephone: (205) 330-1703  
Facsimile: (205) 330-1705  
Email: bobbi@visiology.com

AFFIDAVIT OF APPLICANT

COUNTY OF ESCAMBIA :  
: ss:  
STATE OF FLORIDA :

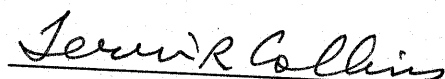
Chris Watson, Vice President of Operations, TeleConex, Inc., having been duly sworn and deposited, hereby states as follows:

I have reviewed the forgoing application and have prepared the Exhibits thereto or had them prepared under my direction and supervision, and the information and representations contained therein are true and correct to the best of my knowledge and belief.

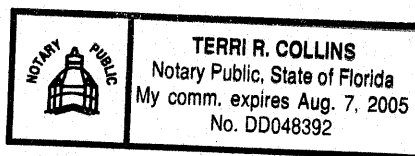


Chris Watson  
Vice President of Operations

This document was signed in my presence this 5<sup>th</sup> day of Aug ~~May~~ 2002.  
by Christopher Watson who is personally known to me.



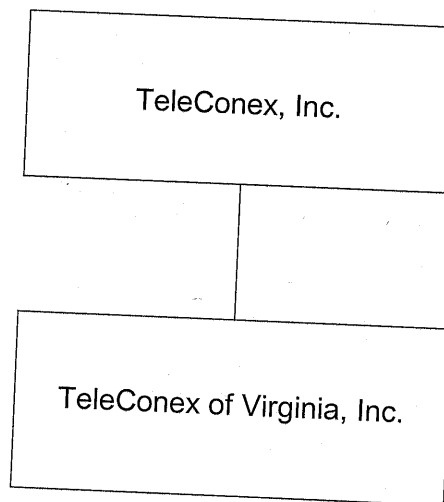
Notary Public



My Commission expires: 8-7-05

# EXHIBIT A

## Corporate Structure



## **EXHIBIT B**

### **Corporation Documents**

# Secretary of State

## Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 07/28/98

REQUEST NUMBER: 3540-1687

TELEPHONE CONTACT: (615) 741-0537

FILE DATE/TIME: 07/23/98 0924

EFFECTIVE DATE/TIME: 07/23/98 0924

CONTROL NUMBER: 0354885

TO:  
UNISearch, INC. (% SUM BRODTMANN)  
1295 HANNA BLVD N.  
SUITE 300  
ST. PAUL, MN 55108

RE:  
TELECONEX, INC.  
APPLICATION FOR CERTIFICATE OF AUTHORITY -  
FOR PROFIT

WELCOME TO THE STATE OF TENNESSEE. THE ATTACHED CERTIFICATE OF AUTHORITY HAS BEEN FILED WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE ON OR BEFORE THE FIRST DATE OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE CORPORATION'S FISCAL YEAR. PLEASE PROVIDE THIS OFFICE WITH WRITTEN NOTIFICATION OF THE CORPORATION'S FISCAL YEAR. THIS OFFICE WILL MAIL THE REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE CORPORATION AT THE ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED AGENT AND OFFICE WILL SUBJECT THE CORPORATION TO ADMINISTRATIVE REVOCATION OF ITS CERTIFICATE OF AUTHORITY.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR CERTIFICATE OF AUTHORITY -  
FOR PROFIT

ON DATE: 07/24/93

FROM:  
UNISearch, INC. (MN)  
1295 HANNA BLVD, N  
SUITE 300  
ST. PAUL, MN 55108-0000

RECEIVED:	FERS	
	\$600.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$600.00

RECEIPT NUMBER: 00002341950  
ACCOUNT NUMBER: 00202444



*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE

# State of Florida



## Department of State

I certify from the records of this office that TELECONEX, INC., is a corporation organized under the laws of the State of Florida, filed on May 14, 1997.

The document number of this corporation is P97000042608.

I further certify that said corporation has paid all fees due this office through December 31, 2000, that its most recent annual report/uniform business report was filed on February 2, 2000, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.



CR2EO22 (1 99)

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Fifteenth day of February, 2001

*Katherine Harris*

Katherine Harris  
Secretary of State

**ARTICLES OF INCORPORATION  
OF**

**TELECONEX, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I: NAME**

The name of this corporation is: TELECONEX, INC.

**ARTICLE II: NATURE OF BUSINESS**

This corporation is organized for the purpose of transacting all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE III: CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a nominal par value of Ten Dollars (\$10.00) per share.

**ARTICLE IV: INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is not less than One Hundred Dollars (\$100.00).

**ARTICLE V: TERM OF EXISTENCE**

This corporation shall have perpetual existence, and its existence shall commence at the time of filing of the Articles with the Department of State.

**ARTICLE VI: ADDRESS**

The initial post office address of the principal office of this corporation is 210 Payne Road, Pensacola, Florida 32507. The Board of Directors may from time to time move the principal office to any other address in Florida.

**ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 210 Payne Road, Pensacola, Florida 32507, and the name of the initial registered agent of this corporation at that address is Chris S. Watson.

**ARTICLE VIII: INITIAL DIRECTORS**

The names and addresses of the initial directors are:

Chris S. Watson  
210 Payne Road  
Pensacola, Florida 32507

Steven T. Watson  
5783 Grande Lagoon Boulevard  
Pensacola, Florida 32507



**ARTICLE IX: SUBSCRIBERS**

The names and post office addresses of the subscribers to these Articles of Incorporation are:

Chris S. Watson  
210 Payne Road  
Pensacola, Florida 32507

Steven T. Watson  
5783 Grande Lagoon Boulevard  
Pensacola, Florida 32507

**ARTICLE X: DIRECTORS**

This corporation shall have two(2) directors, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

**ARTICLE XI: AMENDMENT**

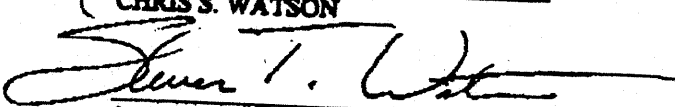
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a simple majority of the stockholders entitled to vote thereon.

**ARTICLE XII: TRANSFER OF STOCK**

No stockholder, or the personal representative of any deceased stockholder, shall transfer stock in this company without first notifying the company of the name of the proposed transferee and obtaining the consent of the Board of Directors for said transfer under limitations and provisions of the corporate by-laws. Furthermore, the stockholders of this corporation may include in any agreement between themselves any limitations upon the transferability, pledge or assignment of the corporation stock, as well as to confer upon the stockholders preemptive rights of purchase as conditions precedent to the sale of stock.

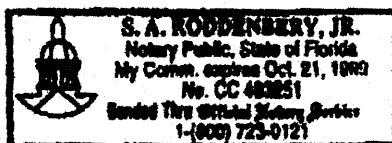
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 9 day of May, 1997.

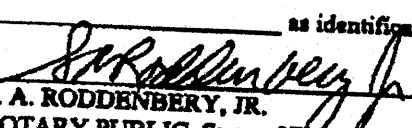
  
CHRIS S. WATSON

  
STEVEN T. WATSON

STATE OF FLORIDA  
COUNTY OF ESCAMBA

The foregoing instrument was acknowledged before me this 9 day of May, 1997 by CHRIS S. WATSON and STEVEN T. WATSON (X) who are personally known to me or ( ) who have produced \_\_\_\_\_ as identification.



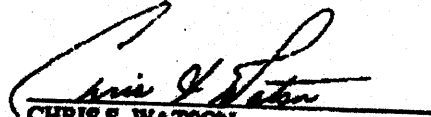
  
S. A. RODDENBERRY, JR.  
NOTARY PUBLIC, State of Florida  
My Commission Number: 483251  
My Commission Expires: 10/21/99

**REGISTERED AGENT'S CERTIFICATE**

In pursuance of Chapter 607.034, Florida Statutes, the following is submitted in compliance with said act:

That TELECONEX, INC., desiring to organize under the laws of the State of Florida, with its registered office at 210 Payne Road, Pensacola, Florida 32507 has named Chris S. Watson as its registered agent to accept service of process within this State.

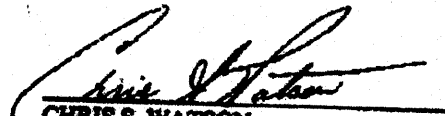
DATE: 9 May, 1997

  
CHRIS S. WATSON

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the power and complete performance of my duties.

DATE: 9 May, 1997

  
CHRIS S. WATSON

**PROPRIETARY AND CONFIDENTIAL**

**EXHIBIT C**

**Financial Statements**

**TeleConex, Inc.**

**PROPRIETARY AND CONFIDENTIAL:**

**FILED UNDER SEAL**

## **EXHIBIT D**

### **Biographies of Senior Management Team**

**Steve T. Watson - President**

Mr. Watson has been President of TeleConex since 1997. TeleConex provides local exchange service to thousands of customers in nine states. Mr. Watson previous was the Vice President of Operations for Ansa Construction Company, Inc. Mr. Watson responsibilities included construction management, consulting, project estimation, billing finance, and contract negotiations. Mr. Watson brings twenty-one years of business experience. Mr. Watson oversees the regulatory affairs of the company, finance and tax compliance. Mr. Watson has been familiar with the telecommunication industry for many years. He has developed key relationships with other companies to network and share industry related topics.

**Chris S. Watson - Vice President of Operations & Sales**

Mr. Watson is the founder of TeleConex. Mr. Watson has been involved with telecommunications for six years. Mr. Watson oversees the daily operation on daily bases. Mr. Watson is responsible for introduction of new markets, internal integration of software and hardware; daily watching the heart beat of the company. As Vice President of Operations & Sales of TeleConex, Chris Watson is responsible for sales distribution by establishing sales territories, and develops goals and quotas for sales team. Advises dealers and distributors concerning sales and advertising techniques. Analyze sales statistics to formulate guidelines to assist sales agents in promoting sales to potential customers. Manage sales office activities including customer, produce, and service. Manages marketing planning, advertising, public relations, sales promotions, and facilitating staff services. Manage and develop new markets and oversees market

research and evaluates competition. Chris S. Watson studied Advertising & Public Relations with emphasis on Business Administration.

**Paul T. Watson - Vice President of Human Resources**

Paul Watson's involvement with TeleConex includes oversight and management of human resource development, and business operations. Mr. Watson's leadership experience is strong in the area of training and leading small groups. Special interest is given to cooperative human resource development and its effect on sales and overall business growth. Paul Watson has a bachelor degree in Literature and Business Administration from Oral Robert's University.

The management team above is qualified and capable to provide local exchange telecommunication services as proposed in this application.

# **EXHIBIT E**

## **Small and Minority-Owned Telecommunications Business Participation Plan**

TeleConex, Inc.

SMALL AND MINORITY OWNED  
TELECOMMUNICATIONS BUSINESS PARTICIPATION PLAN

Submitted to:

Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0505

Submitted by:

TeleConex, Inc.  
Pursuant to Section 16, Chapter 408  
Public Acts of 1995 dated June 6, 1995.



SMALL AND MINORITY OWNED TELECOMMUNICATIONS  
BUSINESS PARTICIPATION PLAN OF  
TeleConex, Inc.

Policy Statement

TeleConex, Inc. acknowledges the importance of supporting small and minority-owned telecommunications business participation in the telecommunications industry and the overall general business participation in the telecommunications Tennessee business operations. It is the policy of TeleConex, Inc. to provide practicable opportunity for Small Telecommunications and Minority Owned Telecommunications Business to compete for contracts and subcontracts for goods and of likekind goods and services to TeleConex, Inc. TeleConex, Inc. is committed to the identification and selection of qualified Small Telecommunications Business and Minority Owned Telecommunications Business in this respect.

Further, with respect to its Tennessee business operations, it is the policy of TeleConex, Inc. to [provide information on programs, if any, to provide technical assistance to Small Telecommunications Business and minority Owned Telecommunications Business when and where available in Tennessee.

Further, TeleConex, Inc. acknowledges its obligation to contribute its share to the fund established by the Department of Economic and Community Development in accordance with Section 17 of Chapter 408 of the Public acts of 1995 (the "Act") for the purpose of funding the small and minority owned telecommunications business assistance program which provides for loan guarantees, technical assistance and services, and consulting education services.

Definitions

"Act" - Section 16 and 17 of Chapter 408 of the Public Acts of 1995.

"Minority Owned Telecommunications Business" - a telecommunications business which is solely owned, or at least fifty-one percent (51%) of the assets or outstanding stock of which is owned, by an individual who personally manages the daily operations of such business, and who is impeded from normal entry into the economic mainstream because of race, religion, sex or national origin and such business has annual gross receipts of less than four million dollars (\$4,000,000), or as otherwise modified or amended in the future by the legislature for the State of Tennessee.

- a) "Personally Manages" in this context shall mean actively involved in the day-to-day management.

- b) "Controls" in this context shall mean exercising the power to make policy decisions.
- c) "Who is impeded from normal entry" in this context shall mean individuals who have been subjected to racial or ethnic prejudice or cultural bias because of their identity as a member of a group without regard to their qualities as individuals and as provided in the regulations implementing Sections 8(a) and 7(j) of the Small Business Act, as amended by the Business Opportunity Development Reform Act of 1988, and Business Opportunity Development Reform Act Technical Corrections Act, (15 U.S.C. 637(a) and 636(j)), as amended by Pub. L. 100-656 and Pub. L. 101-37.

"Small Telecommunications Business" – A telecommunications company with annual gross receipts of less than four million dollars (\$4,000,000), or as otherwise modified or amended in the future by the legislature for the State of Tennessee.

"Subcontract" – Any agreement (other than one involving an employer-employee relationship) entered into by TeleConex, Inc. with a non-affiliated company or individual calling for direct or indirect purchase of raw materials, components, supplies and services needed to support TeleConex, Inc.'s operations.

#### Goals

The goals of TeleConex, Inc.'s Small and Minority Owned Telecommunications Business Participation Plan is to identify Small Telecommunications Business and Minority Owned Telecommunications Businesses which are qualified to provide goods and services and to promote awareness among Small Telecommunications businesses and Minority Owned Telecommunications Businesses as to opportunities to develop business relationships with TeleConex, Inc.

#### Plan Implementation

TeleConex, Inc. will invite bids, or issue requests for proposals, or otherwise solicit offers from Small Telecommunications Business and Minority Owned Telecommunications Business, except in the case of emergencies, or in cases where TeleConex, Inc. is bound by contract to purchase goods and services from other sources, to furnish specified goods or services to TeleConex, Inc. in furtherance of its Tennessee operations.

#### Plan Administration

In conducting its business affairs in Tennessee, TeleConex, Inc. will appoint one of its employees as the Administrator of the Small and Minority Owned Telecommunications Business Participation Plan. The Administrator will be responsible

for obtaining and utilizing available resources for identifying Small Telecommunications Business and Minority Owned Telecommunications Businesses interested and qualified in furnishing goods and services to TeleConex, Inc. to and to cultivate an awareness among such businesses as to any opportunities to develop business relations with TeleConex, Inc. The Administrator will also serve as a resource for technical assistance to Small Telecommunications Businesses and Minority Owned Telecommunications Business and will refer such businesses to sources of information and other technical assistance.

Plan Administrator

The administration of this Plan will be under the direction of (hereinafter called the "Administrator"):

Name: Steve T. Watson  
Title: President  
Address: 4100 Barrancas Ave., Pensacola, FL 32507  
  
Telephone: (850) 455-8898, Ext. 204  
Facsimile: (850) 455-8411

The duties of the Administrator are, among other things:

1. To develop policies and procedures to assure success of the Plan.
2. To maintain a current Plan acceptable to the Tennessee Regulatory Authority.
3. To conduct certification surveys as to the status of suppliers.
4. To establish and maintain a database and records in support of the Plan pursuant to the requirements of the Tennessee Regulatory Authority.
5. To search diligently for qualified small and minority owned telecommunications businesses and concerns through:
  - a. The Small Business Administrations' Procurement Automated Source System (PASS), and publications of the Office of Minority Business Data Center in the Department of Commerce and the Office of Minority Small Business and Capital Ownership Development in the Small Business Administration.
  - b. Local and national associations and Minority Supplier Development councils.
  - c. Participation in trade fairs and industry meetings.

- d. Advertisement in the industry and local publications.
6. To prepare and submit such forms and information as may be required by the Tennessee Regulatory Authority.
7. Maintain liaison and cooperation with the Tennessee Regulatory Authority, and other agencies of the state of Tennessee to find and utilize qualified business concerns defined herein.
8. To support activities for assisting buyers in locating and qualifying the business concerns defined herein.
9. To provide required records and reports to cooperate in any authorized surveys by the Tennessee Regulatory Authority.

#### Compliance Records

TeleConex, Inc. will submit reports, as may be required, for use in connection with subcontracting plans by the Tennessee Regulatory Authority and/or the State of Tennessee. TeleConex, Inc. will cooperate fully with all reasonable and appropriate surveys or studies required by the contracting agency in determining program compliance. However, TeleConex, Inc. reserves the right to designate documents, reports, surveys and studies as "confidential" or "proprietary".

#### Record Maintenance

TeleConex, Inc. will maintain records relating to TeleConex, Inc.'s Small and Minority Owned Telecommunications Business Participation Plan for the purpose of evidencing the implementation of this policy, for use by TeleConex, Inc. in evaluating the effectiveness of the Plan and in obtaining the goals of the Plan, and for use in updating the Plan on an annual basis with the Tennessee Regulatory Authority, or as otherwise required.

ADOPTED this 21 day of JUNE, 1999.

TeleConex, Inc.

By: 

Steve T. Watson  
President

# **EXHIBIT F**

## **Toll Dialing Parity Plan Waiver**

**BEFORE THE TENNESSEE REGULATORY AUTHORITY  
NASHVILLE, TENNESSEE**

**SEPTEMBER 27, 1999**

**IN RE:**

**PETITION OF TELECONEX, INC. FOR  
APPROVAL OF A SUSPENSION OF THE  
REQUIRED DATE FOR IMPLEMENTING  
INTRALATA TOLL DIALING PARITY**

**DOCKET NO. 99-00381**

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**ORDER APPROVING THE SUSPENSION OF  
INTRALATA TOLL DIALING PARITY IMPLEMENTATION PLAN**

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This matter came before the Tennessee Regulatory Authority (the "Authority") on July 27, 1999, at a regularly scheduled Authority Conference, to consider the Petition of TeleConex, Inc. ("TeleConex") for suspension of the requirement to implement IntraLATA Toll Dialing Parity.

Section 251(b) of the Telecommunications Act of 1996 ("the Act") requires all Local Exchange Carriers to provide dialing parity.<sup>1</sup> Specifically, section 251(b)(3) of the Act states, "Dialing Parity - The duty to provide dialing parity to competing providers of telephone exchange service and telephone toll service, and the duty to permit all such providers to have nondiscriminatory access to telephone numbers, operator services, directory assistance, and directory listing, with no unreasonable dialing delays." The Act in sections 251(f)(1) and 251(f)(2) allows state commissions to approve a modification or suspension of dialing parity

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<sup>1</sup> Telecommunications Act of 1996, Pub. L. No. 104-104, (February 8, 1996), codified at 47 U.S.C. §§151 *et seq.*

rules for carriers with fewer than 2% of the total access lines nationwide. The requirements for granting the modification or suspension are that the modification or suspension will allow the carrier to prevent a condition that will be economically burdensome, or that is technically infeasible, or will allow avoidance of an adverse economic impact and is consistent with the public interest.

The Federal Communications Commission ("FCC") initiated a rulemaking on dialing parity on April 19, 1996 and issued its findings in FCC 96-333 Order (Docket 96-98) adopted on August 8, 1996. This Order sets forth the criteria and guidelines for filing of a plan by all carriers. Subsequent to this Order the United States Court of Appeals for the Eighth Circuit vacated the FCC's rules, as they were applicable to intrastate services.<sup>2</sup> On January 25, 1999, the United States Supreme Court reversed certain portions of the Eighth Circuit's decision including that part of the decision which had stricken the FCC's rules pertaining to dialing parity.<sup>3</sup>

The FCC's original date for implementation, February 8, 1999, was reinstated by the Supreme Court's decision of January 25, 1999. As a result of this reinstatement, the FCC released FCC 99-54 Order (Docket 96-98) on March 23, 1999, which set forth revised implementation dates for dialing parity. This Order establishes April 22, 1999 as the new date by which all Local Exchange Carriers must file an IntraLATA Toll Dialing Parity Plan with State Commissions for approval. The Plan must be implemented within thirty (30) days after approval from the State Commission. Additionally, the Order states that the Plan must be filed with the Common Carrier Bureau of the FCC if the State Commission has not acted on the

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<sup>2</sup> FCC v. Iowa Utils. Bd., United States Court of Appeals for the Eighth Circuit, July 18, 1997.

<sup>3</sup> AT&T v. Iowa Utils. Bd., 119 S.Ct. 721 (1999).

Plan by June 22, 1999.

TeleConex is a local reseller that furnishes prepaid local telephone service in Tennessee and blocks access to intraLATA and interLATA toll. For this reason, TeleConex requests to delay implementing intraLATA toll dialing parity. TeleConex further states that an implementation plan will be filed sixty (60) days prior to the date they intend to start offering their customers access to the toll network.

TeleConex maintains it is not technically feasible to provide intraLATA toll dialing parity since access to intraLATA toll is currently blocked. Because of this technical infeasibility, TeleConex requests that the Authority approve a suspension of the implementation of intraLATA toll dialing parity. This request is made pursuant to Section 251(f)(2) of the Telecommunications Act of 1996. Specifically, TeleConex requests that they be allowed to delay the submission of an intraLATA toll dialing parity plan until sixty (60) days prior to making intraLATA toll service available to their customers.

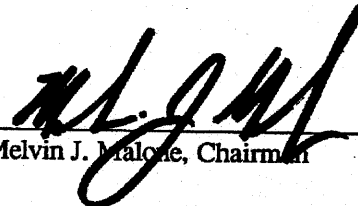
The Directors considered the request of TeleConex at the July 27, 1999 Authority Conference. At that time the Directors unanimously voted to approve this request.

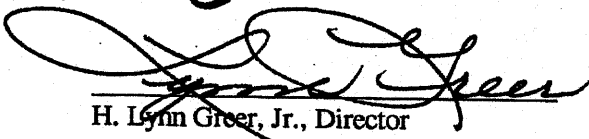
**IT IS THEREFORE ORDERED THAT:**

1. The request of TeleConex, Inc. to delay implementation of IntraLATA Toll Dialing Parity is approved;
2. TeleConex, Inc. shall file an IntraLATA Toll Dialing Parity Implementation Plan with the Tennessee Regulatory Authority sixty (60) days prior to making intraLATA toll service available to their customers; and



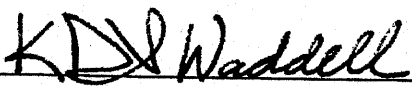
3. Any party aggrieved by the Authority's decision in this matter may file a Petition for Reconsideration with the Authority within ten (10) days from and after the date of this Order.

  
Melvin J. Malone, Chairman

  
H. Lynn Greer, Jr., Director

  
Sara Kyle, Director

ATTEST:

  
K. David Waddell, Executive Secretary

# **EXHIBIT G**

## **Notice of Filing**

## NOTICE OF FILING

TeleConex, Inc., has filed an Application with the Tennessee Regulatory Authority to amend its existing local exchange resale authority to include a Certificate to Provide Competing Local Telecommunications Services throughout the state except in those areas with fewer than 100,000 access lines and/or where the incumbent service provider has a rural exemption under the Telecommunications Act of 1996. The undersigned hereby certifies that a copy of this notice has been served on the following persons via U.S. Mail this 29th day of August, 2002:

  
Bobby Ferguson  
Visiology, Inc.

Ardmore Telephone Company, Inc.  
Attn: Terry Wales, General Manager  
P.O. Box 549  
517 Ardmore Avenue  
Ardmore, TN 38449

BellSouth  
Attn: Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, TN 37201-3300

Century Telephone of Adamsville  
Attn: David Dickey, Division Manager  
P.O. Box 405  
116 N. Oak Street  
Adamsville, TN 38310

Century Telephone of Claiborne  
Attn: Don Ray Fannon, Division Manager  
P.O. Box 100  
57 Main Street  
New Tazewell, TN 37825

Century Telephone of Ooltewah-Collegedale, Inc.  
Attn: Terry Crutchfield, Division Manager  
P.O. Box 782  
5616 Main Street  
Ooltewah, TN 37363

Citizens Communications Company of Tennessee  
Citizens Communications Company of the Volunteer  
State  
Attn: Mike Swatts, State Regulatory Director, South  
P.O. Box 770  
300 Bland Street  
Bluefield, WV 24701

TEC-Crockett Telephone Company, Inc.  
P.O. Box 7  
Friendship, TN 38034

TEC-West Tennessee Telephone Company, Inc.  
P.O. Box 10  
244 E. Main Street  
Bradford, TN 38316

Loretto Telephone Company, Inc.  
Attn: Louise Brown, President  
P.O. Box 130  
Loretto, TN 38469

Millington Telephone Company, Inc.  
Attn: W.S. Howard, President  
4880 Navy Road  
Millington, TN 38053

Sprint-United  
Attn: Steve Parrott, Director-Regulatory Affairs  
112 Sixth Street  
Bristol, TN 37620

TDS Telecom-Concord Telephone Exchange, Inc.  
Attn: Jerry R. Parkerson, Manager  
P.O. Box 22610  
701 Concord Road  
Knoxville, TN 37933-0610

TDS Telecom-Humphreys County Telephone  
Company  
Attn: Bernard R. Arnold, Manager  
P.O. Box 552  
203 Long Street  
New Johnsonville, TN 37134-0552

TDS Telecom-Tellico Telephone Company, Inc.  
P.O. Box 9  
102 Spence Street  
Tellico Plains, TN 37385-0009

TDS Telecom-Tennessee Telephone Company  
P.O. Box 18139  
Knoxville, TN 37928-2139

TEC-People's Telephone Company, Inc.  
P.O. Box 310  
Erin, TN 37061

United Telephone Company  
P.O. Box 38  
120 Taylor Street  
Chapel Hill, TN 37034